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CLERK OF COURT
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COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: THE RIDICULOUS HOUR FOUNDATION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

✓
✓
Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: KATHERINE CLARK SILVERGLATE
Name (Printed or typed)

365 ALEXANDRA CIRCLE
Address

WESTON, FLA 33326
City, State & Zip

305.710.2935
Daytime Telephone number

THE RIDICULOUS HOUR@GMAIL.COM
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
THE RIDICULOUS HOUR FOUNDATION, INC.

(A Florida Not-For-Profit Corporation)

ARTICLE I
NAME

The name of this corporation shall be The Ridiculous Hour Foundation, Inc. (hereinafter called the "Corporation").

ARTICLE II
PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The street address of the initial principal office and the mailing address of the Corporation is 365 Alexandra Circle, Weston, Florida 33326.

ARTICLE III
PURPOSE

The Corporation is a not-for-profit corporation, which is to be organized as a 501(c)(3) organization and shall be operated exclusively for charitable, religious, educational and philanthropic purposes to (a) inspire and equip individuals and groups through education, events, retreats, missions, donations, prayer, interactive digital platforms, and the like, to engage in charitable and selfless acts consistent with the great commission of Jesus Christ to "go and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, and teaching them to obey everything I have commanded you"; (b) to inspire, encourage, facilitate, initiate, design and support missions where individuals and groups respond to the promptings of God through charitable and selfless acts including, but not limited to (1) feeding and bringing hope to the physically and spiritually poor, (2) encouraging, serving and investing emotionally, spiritually and financially in orphans, widows, the lonely, the sick, the marginalized, the lost, and the elderly (3) praying and encouraging others to be catalysts for hope in their own homes, work environments and local communities; and (c) to carry on such other activities as are in furtherance and support of the foregoing purposes as are lawful and proper for nonprofit corporations formed under the Florida Not For Profit Corporation Act and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation shall also take such action as is necessary or appropriate to carry out the foregoing purposes, all consistent with the provisions of Section 501(c)(3) of the Code.

ARTICLE IV
MEMBERSHIP

The Corporation shall initially have one member with such qualifications and voting rights, quorum and voting requirements for meetings of the members as set forth in the Bylaws of the Corporation.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is c/o Clarke Silvergate, PA, 799 Brickell Plaza, Suite 900, Miami, Florida 33131; and the name of the Corporation's initial registered agent at that address is Spencer Silvergate.

ARTICLE VI
BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors. The number of Directors shall initially be three (3). The number of Directors may be increased from time to time in accordance with the Bylaws of the Corporation, but shall never decrease to less than three (3) directors. The manner and method of election of members of the Board of Directors shall be regulated by the Bylaws of the Corporation.

ARTICLE VII
LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of Section 501 of the Code), and the Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VIII
INDEMNIFICATION

Each person (including here and hereinafter, the heirs, executors, administrators, or estate of such person) (a) who is or was a director, officer or member of the Corporation, (b) who is or was an agent or employee of the Corporation and as to whom the Corporation has agreed to grant such indemnity hereunder, or (c) who is or was serving at the request of the Corporation as its representative in the position of a director, officer, trustee, partner, agent, or employee of another corporation, partnership, joint venture, trust or other enterprise and as to whom the Corporation has agreed to grant such indemnity hereunder, shall be indemnified by the Corporation as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the Corporation to provide broader indemnification rights than permitted prior to the legislation or decision), against all claims, fines, liabilities, suits, proceedings, arbitrations, mediations, settlements, losses, damages, costs and expenses, including, without limitation, attorneys' fees, asserted against him or her or incurred by him or her in his or her capacity as such director, officer, trustee, partner, agent, employee or

representative, or arising out of his status as such director, officer, member of the Corporation or trustee, partner, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking indemnification may be entitled.

Article IX **DISSOLUTION**

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Code or corresponding provisions of any subsequent federal tax laws, as selected by the Board of Trustees.

Article X **PRIVATE FOUNDATION RULES**

The Corporation must at all times be organized and operated so as to qualify as an organization that is not a private foundation, as defined in Section 509(a) of the Code. If, however, at any time, the Corporation is classified as a private foundation under federal tax laws, then at such time the Corporation is subject to the following restrictions:

The Corporation must at all times be organized and operated so as to qualify as an organization that is not a private foundation, as defined in Section 509(a) of the Code. If, however, at any time, the Corporation is classified as a private foundation under federal tax laws, then at such time the Corporation is subject to the following restrictions:

- (a) the Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code;
- (b) the Corporation shall make distributions for each taxable year at such time and in such manner so as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code;
- (c) the Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code;
- (d) the Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code; and
- (e) the Corporation shall not make any taxable expenditures as defined in section 4945(d) of the Code.

ARTICLE XI **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation are:

Katherine Clark Silvergate
365 Alexandra Circle
Weston, Florida 33326

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 27th day of March, 2020.


Incorporator
KATHERINE CLARK SILVERGATE

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

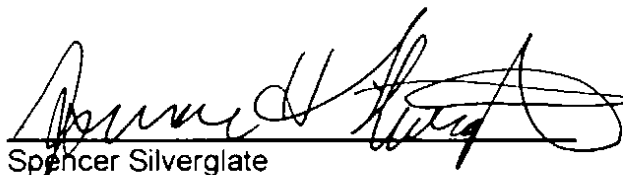
WITNESSETH:

That, The Ridiculous Hour Foundation, Inc., desiring to organize under the laws of the State of Florida, has named Spencer Silvergate, located at c/o Clarke Silvergate 799 Brickell Plaza, Suite 900, Miami Florida 33131, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501, Florida Statutes.

Dated this 27th Day of March, 2020.



Spencer Silvergate
Registered Agent

2020 MAR 31 PM 4:02
TALLAHASSEE, FLORIDA

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OF
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(A Florida Not-For-Profit Corporation)

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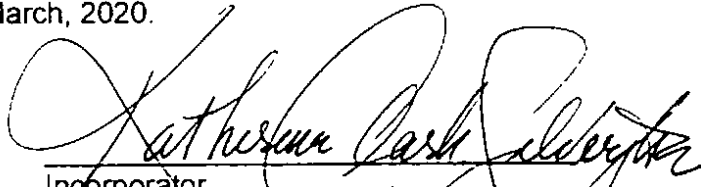
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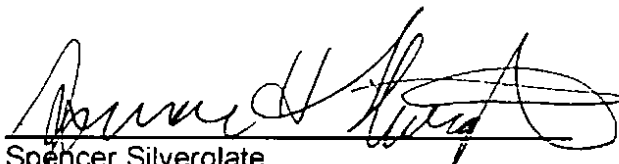
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Dated this 27th Day of March, 2020.



Spencer Silvergate
Registered Agent